

IN THE UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF OHIO

In re:	)	Case No. 16-40675
	)	(Substantively Consolidated)
ALLIED CONSOLIDATED	)	
INDUSTRIES, INC.	)	Chapter 11
	)	
Debtor/Debtor-in-Possession	)	Judge Kay Woods

**ORDER GRANTING THE DEBTORS/DEBTORS-IN-POSSESSION'S MOTION TO  
SUBSTANTIVELY CONSOLIDATE THE BANKRUPTCY ESTATES OF ALLIED  
ERECTING & DISMANTLING CO., INC., CASE NO. 16-40672, ALLIED INDUSTRIAL  
SCRAP, INC., CASE NO. 16-40673 AND ALLIED-GATOR, INC., CASE NO. 16-40674  
INTO ALLIED CONSOLIDATED INDUSTRIES, INC., CASE NO. 16-40675**

Before the Court is the motion of Allied Consolidated Industries, Inc. and certain related entities, as debtors and debtors-in-possession (collectively, the "Debtors"), for an order substantively consolidating the estates of Allied Erecting & Dismantling Co., Inc., Case No. 16-40672, Allied Industrial Scrap, Inc., Case No. 16-40673 and Allied-Gator, Inc., Case No. 16-40674 into the estate of Allied Consolidated Industries, Inc., Case No. 16-40675 (Docket No. 87) (the "Motion") and the responses to the Motion (collectively, the "Responses") filed by Daniel M. McDermott, the United States Trustee for Region 9 (the "U.S. Trustee"), the Official Committee of Unsecured Creditors (the "Committee") and United States Steel Corporation ("U.S. Steel"). No

objections to the Motion were filed. A hearing on the Motion was held on July 6, 2016 (the “Hearing”). Andrew W. Suhar, Esq. appeared on behalf of the Debtors; Amy L. Good, Esq. appeared on behalf of the U.S. Trustee, Frederic P. Schwieg, Esq. appeared on behalf of the Committee and Michael Gladman, Esq. appeared on behalf of U.S. Steel. No other parties appeared in opposition to the Motion at the Hearing. The Court has reviewed the Motion and Responses and considered the statements of counsel, the representation that the response of the U.S. Trustee has been resolved with the filing of the Committee’s response in support of the Motion, the record made at the Hearing and the applicable law. The Court finds that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue for this matter is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409, and (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b); after due deliberation, the Court concludes that substantive consolidation is appropriate in light of the factors identified in the Motion and at the Hearing; and that substantive consolidation would be in the best interests of the Debtors, the creditors and the estates and should, therefore, be approved pursuant to 11 U.S.C. § 105.

**IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED. The findings of fact and conclusions of law stated on the record at the Hearing are incorporated herein pursuant to Rule 7052 of the Federal Rules of Bankruptcy Procedure.
2. The estates of Allied Erecting & Dismantling Co., Inc., Case No. 16-40672, Allied Industrial Scrap, Inc., Case No. 16-40673 and Allied-Gator, Inc., Case No. 16-40674 are substantively consolidated into the estate of Allied Consolidated Industries, Inc., Case No. 16-40675 (the “Consolidated Debtor”), and all assets and liabilities of the Debtors shall be deemed merged, all inter-company claims among the Debtors shall be eliminated, all guarantees of the Debtors of the obligations of any other Debtor shall be deemed eliminated so that any claim against

any Debtor and any guarantee thereof executed by any other Debtor and any joint or several liability of any of the Debtors shall be deemed to be one obligation of the Consolidated Debtor, and each and every claim filed or to be filed in the cases of any Debtor shall be deemed filed against the Consolidated Debtor, and shall be deemed one claim against the Consolidated Debtor.

3. The caption of the substantively consolidated estates shall be, and all docket entries shall read as follows:

In re:	)	Case No. 16-40675
	)	(Substantively Consolidated)
ALLIED CONSOLIDATED	)	
INDUSTRIES, INC.	)	Chapter 11
	)	
Debtor/Debtor-in-Possession	)	Judge Kay Woods

4. The Clerk of Court is hereby directed to enter this Order on the dockets of the Allied Erecting & Dismantling Co., Inc., Case No. 16-40672, Allied Industrial Scrap, Inc., Case No. 16-40673 and Allied-Gator, Inc., Case No. 16-40674.

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Prepared, Approved and Submitted by:

/s/ Melissa Macejko  
Andrew W. Suhar, Esq. (#0058419)  
Joseph R. Macejko, Esq. (#0070222)  
Melissa Macejko, Esq. (#0070974)  
29 E. Front St., 2<sup>nd</sup> Floor  
P.O. Box 1497  
Youngstown, OH 44501-1497  
Telephone: (330) 744-9007

Counsel for the Debtor and Debtor-in-Possession